

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	APPEAL
	§	
GOLDEN OIL COMPANY	§	CIVIL CASE NO. <u>4:06cv2239</u>
	§	
Chapter 7	§	
	§	
<hr style="border: 0.5px solid black;"/>		
GOLDEN OIL COMPANY,	§	
	§	
APPELLANT	§	
	§	
	§	
ENERGEN RESOURCES, INC.	§	
	§	
APPELLEE	§	

CROSS-APPELLANT’S STATEMENT OF ISSUES ON APPEAL TO FIFTH CIRCUIT

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Cross-Appellant, Golden Oil Company, designates the following issues on appeal to the Fifth Circuit:

1. Whether the Bankruptcy Court improperly admitted parol evidence to contradict unambiguous language from a written Plan of Reorganization that the Debtor would grant a lien on oil and gas "production" and “proceeds therefrom”, with no reference to a real estate lien in the document.
2. Whether the Bankruptcy Court abused its discretion in ruling contrary to the conclusions of its own court-appointed expert in the absence of any countervailing expert testimony.

3. Whether the Bankruptcy Court had statutory authority or jurisdiction to order Titan Wells, Inc. (neither a party to the settlement nor a plan proponent) to sign a subordination agreement.

DATED: May 21, 2007

Respectfully submitted,

WEYCER, KAPLAN, PULASKI & ZUBER, P.C.

By: /s/ Hugh M. Ray, III

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ATTORNEYS FOR CROSS-APPELLANT
GOLDEN OIL COMPANY

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing has been forwarded to the following parties in interest, via the ECF system and/or first class mail on this May 21, 2007, to:

Philip G. Eisenberg
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/s/ Hugh M. Ray, III
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